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E-File: April 17, 2009

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UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re:

THE RHODES COMPANIES, LLC, aka
"Rhodes Homes, et al.,¹

Debtors.

Case No.: BK-S-09-14814-LBR
(Jointly Administered)

Chapter 11

¹ The Debtors in these cases, along with their case numbers are: Heritage Land Company, LLC (Case No. 09-14778); The Rhodes Companies, LLC (Case No. 09-14814); Tribes Holdings, LLC (Case No. 09-14817); Apache Framing, LLC (Case No. 09-14818); Geronimo Plumbing LLC (Case No. 09-14820); Gung-Ho Concrete LLC (Case No. 09-14822); Bravo, Inc. (Case No. 09-14825); Elkhorn Partners, A Nevada Limited Partnership (Case No. 09-14828); Six Feathers Holdings, LLC (Case No. 09-14833); Elkhorn Investments, Inc. (Case No. 09-14837); Jarupa, LLC (Case No. 09-14839); Rhodes Realty, Inc. (Case No. 09-14841); C & J Holdings, Inc. (Case No. 09-14843); Rhodes Ranch General Partnership (Case No. 09-14844); Rhodes Design and Development Corporation (Case No. 09-14846); Parcel 20, LLC (Case No. 09-14848); Tuscany Acquisitions IV, LLC (Case No. 09-14849); Tuscany Acquisitions III, LLC (Case No. 09-14850); Tuscany Acquisitions II, LLC (Case No. 09-14852); Tuscany Acquisitions, LLC (Case No. 09-14853); Rhodes Ranch Golf Country Club, LLC (Case No. 09-14854); Overflow, LP (Case No. 09-14856); Wallboard, LP (Case No. 09-14858); Jackknife, LP (Case No. 09-14860); Batcave, LP (Case No. 09-14861); Chalkline, LP (Case No. 09-14862); Glynda, LP (Case No. 09-14865); Tick, LP (Case No. 09-14866); Rhodes Arizona Properties, LLC (Case No. 09-14868); Rhodes Homes Arizona, L.L.C. (Case No. 09-14882); Tuscany Golf Country Club, LLC (Case No. 09-14884); and Pinnacle Grading, LLC (Case No. 09-14887).

Affects:

☒
☐

All Debtors

Affects the following Debtor(s)

NOTICE OF ENTRY OF ORDER

TO: ALL INTERESTED PARTIES:

YOU ARE HEREBY NOTICED that an **SECOND INTERIM ORDER GRANTING DEBTORS' MOTION FOR ORDER UNDER 11 U.S.C. §§ 105, 363, 503(B), 1107, AND 1108 AUTHORIZING (I) MAINTENANCE OF CERTAIN EXISTING BANK ACCOUNTS, (II) CONTINUED USE OF CERTAIN EXISTING BUSINESS FORMS, (III) CONTINUED USE OF EXISTING CASH MANAGEMENT SYSTEM, (IV) PROVIDING ADMINISTRATIVE PRIORITY STATUS TO POSTPETITION INTERCOMPANY CLAIMS, AND (V) WAIVER OF SECTION 345(b) DEPOSIT AND INVESTMENT REQUIREMENTS**, was entered on April 17, 2009. A copy of the Order is attached hereto.

DATED this 17th day of April, 2009.

LARSON & STEPHENS

/s/ Zachariah Larson, Esq.

Zachariah Larson, Bar No. 7787

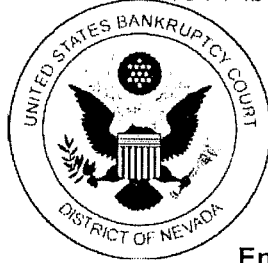
Kyle O. Stephens, Bar No. 7928

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Entered on Docket
April 17, 2009

Hon. Linda B. Riegler
United States Bankruptcy Judge

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UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

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In re:

Case No.: BK-S-09-14814-LBR
(Jointly Administered)THE RHODES COMPANIES, LLC, aka
"Rhodes Homes," et al.,¹

Chapter 11

Debtors.

DATE: April 17, 2009

TIME: 9:30 a.m.

PLACE: Courtroom 1

Affects:

Continued Date: April 28, 2009

Continued Time: 1:30 pm

☒ All Debtors☐ Affects the following Debtor(s)

**SECOND INTERIM ORDER GRANTING DEBTORS' MOTION FOR ORDER UNDER
11 U.S.C. §§ 105, 363, 503(b), 1107 AND 1108 AUTHORIZING (I) MAINTENANCE OF
CERTAIN EXISTING BANK ACCOUNTS, (II) CONTINUED USE OF CERTAIN
EXISTING BUSINESS FORMS, (III) CONTINUED USE OF EXISTING CASH
MANAGEMENT SYSTEM, (IV) PROVIDING ADMINISTRATIVE PRIORITY STATUS
TO POSTPETITION INTERCOMPANY CLAIMS, AND (V) WAIVER OF SECTION
345(b) DEPOSIT AND INVESTMENT REQUIREMENTS**

Upon consideration of the motion (the "Motion")² filed by the debtors and debtors in
possession (the "Debtors") in the above-captioned chapter 11 cases seeking entry of an Order
under sections 105, 363, 364, 503(b), 1107 and 1108 of title 11 of the United States Code (the
"Bankruptcy Code") (i) authorizing the Debtors to maintain existing bank accounts,

¹ The Debtors in these cases, along with their case numbers are: Apache Framing, LLC (Case
No. 09-14818); Bateave, LP (Case No. 09-14861); Bravo, Inc. (Case No. 09-14825); C & J
Holdings, Inc. (Case No. 09-14843); Chalkline, LP (Case No. 09-14862); Elkhorn Investments,
Inc. (Case No. 09-14837); Elkhorn Partners, A Nevada Limited Partnership (Case No. 09-
14828); Gerontino Plumbing LLC (Case No. 09-14820); Glynda, LP (Case No. 09-14865);
Gung-Ho Concrete LLC (Case No. 09-14822); Heritage Land Company, LLC (Case No. 09-
14778); Jackknife, LP (Case No. 09-14860); Jarnpa, LLC (Case No. 09-14839); Overflow, LP
(Case No. 09-14856); Parcel 20, LLC (Case No. 09-14848); Pinnacle Grading, LLC (Case No.
09-14887); Rhodes Arizona Properties, LLC (Case No. 09-14868); Rhodes Homes Arizona,
LLC (Case No. 09-14882); Rhodes Design and Development Corporation (Case No. 09-
14846); Rhodes Ranch General Partnership (Case No. 09-14844); Rhodes Ranch Golf Country
Club, LLC (Case No. 09-14854); Rhodes Realty, Inc. (Case No. 09-14841); The Rhodes
Companies, LLC (Case No. 09-14814); Six Feathers Holdings, LLC (Case No. 09-14833); Tick,
LP (Case No. 09-14866); Tribes Holdings, LLC (Case No. 09-14817); Tuscany Acquisitions,
LLC (Case No. 09-14853); Tuscany Acquisitions II, LLC (Case No. 09-14852); Tuscany
Acquisitions III, LLC (Case No. 09-14850); Tuscany Acquisitions IV, LLC (Case No. 09-
14849); Tuscany Golf Country Club, LLC (Case No. 09-14884) and Wallboard, LP (Case No.
09-14858).

² Unless otherwise noted, capitalized terms used herein shall have the meanings ascribed to them
in the Motion.

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(ii) authorizing the Debtors to continue use of existing business forms, (iii) authorizing the Debtors to continue use of the existing Cash Management System, (iv) providing administrative expense priority for postpetition intercompany claims, and (v) granting an interim and final waiver of the deposit and investment requirements under 11 U.S.C. § 345(b), and it appearing that the relief requested is in the best interests of the Debtors' estates, their creditors and other parties in interest; and it appearing that this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A), (M) and (O); and due and adequate notice of the Motion having been given under the circumstances; and after due deliberation and cause appearing therefor; it is hereby

ORDERED that the Motion is granted on a further interim basis; subject to a final hearing on April 28, 2009 @ 1:30 pm; and it is further

ORDERED that the priority of any postpetition intercompany claims arising prior to the final hearing on April 28, 2009, will be determined at the final hearing.

DATED this _____ day of April, 2009.

APPROVED AS TO FORM AND CONTENT:

By: /s/Brett Axelrod
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 Brett Axelrod
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Counsel for Sagebrush Enterprises Inc.

By: [Signature]
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By: /s/Ira S. Dizengoff
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10 *Branch, as Agent for First Lien Lenders*

11 Submitted by:

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